

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

SHELLEY FOOD STORES, INC. II,

Chapter 11

Case No. 15-23535 (RDD)

Debtor.

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**ORDER AUTHORIZING RETENTION OF
DELBELLO DONNELLAN WEINGARTEN
WISE & WIEDERKEHR, LLP AS ATTORNEYS
FOR THE DEBTOR-IN-POSSESSION,
NUNC PRO TUNC, AS OF OCTOBER 23, 2015**

UPON the application, dated October 19, 2015 (the “Application”), of the above-captioned debtor and debtor in possession (the “Debtor”), seeking to retain DelBello Donnellan Weingarten Wise & Wiederkehr, LLP (“DDW”) as attorneys to the Debtor pursuant to § 327(a) of title 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the “Bankruptcy Code”) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”); and upon the Affidavit of Johnathan S. Pasternak dated October 19, 2015 in support of the Application; and the Court having found that LCTFS neither holds nor represents an interest adverse to the Debtor or its estate, is disinterested within the meaning of § 101(14) of the Bankruptcy Code, and that its employment is necessary and would be in the best interest of the estate, it is hereby

ORDERED that the Application is granted as set forth herein; and it is further

ORDERED that, pursuant to § 327(a) of the Bankruptcy Code, the Debtor is authorized to retain DDW as its attorneys in this case, *nunc pro tunc* to October 23, 2015; and it is further

ORDERED that the compensation and reimbursement of expenses of DDW shall be sought upon, and paid only upon an order granting, a proper application pursuant to §§ 330 and 331 of the Bankruptcy Code, as the case may be, and the applicable Bankruptcy Rules, Local Rules and fee and expense guidelines and orders of this Court; and it is further

ORDERED that at least ten days before implementing any increase in the rates of DDW's professionals providing services in this case, DDW shall file and serve on the United States Trustee and any official committee a supplemental affidavit providing justification for any such rate increases and stating whether the Debtor has agreed to them. All parties in interest retain the right to object to any rate increase on any grounds; and it is further

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order; and it is further

ORDERED that if there is any inconsistency between the terms of this Order, the Application, and the supporting Affidavits, the terms of this Order shall govern.

Dated: White Plains, New York
October __, 2015

HONORABLE ROBERT D. DRAIN
UNITED STATE BANKRUPTCY JUDGE

NO OBJECTION:

UNITED STATES TRUSTEE

By:

Dated: